11/19/03

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11-24-2003

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Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇨⇨⇨

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Midas International, Inc.

- [ ] Individual(s)
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [x] Corporation-State
- [ ] Other

Additional name(s) of conveying party(ies) attached? [ ] Yes [ ] No

2. Name and address of receiving party(ies)
Name: U.S. Bank National Association
Internal Address:
Street Address: 225 Asylum Street, 23 Fl.
City: Hartford State: CT Zip: 06103

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [x] Other Bank

If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [ ] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [ ] No

3. Nature of conveyance:

- [ ] Assignment
- [ ] Merger
- [ ] Security Agreement
- [ ] Change of Name
- [x] Other Corrected assignment to correct nature of conveyance ~~from assignment to Security Agreement on Reel~~ 002716, Frame 0974

Execution Date: March 27, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/475074
B. Trademark Registration No.(s) 0056284

Additional number(s) attached [x] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Matthew Kowalsky
Internal Address: Choate, Hall & Stewart
Exchange Place
Street Address: 53 State Street
City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: 103

7. Total fee (37 CFR 3.41).....$ 2,590.00

- [x] Enclosed
- [ ] Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Colleen Barrett — Name of Person Signing
Colleen Barrett — Signature
11/18/03 — Date

Total number of pages including cover sheet, attachments, and document: 28

11/21/2003 LMUELLER 00000158 76475074
01 FC:8521 40.00 OP
02 FC:8522 2550.00 OP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

APPLICATION NUMBERS:

76/450018
75/103703
75/103702

REGISTRATION NUMBERS:
1080305
0773591
0753283
1309916
2138948
2277720
2562157
2418202
2485692
1052264
1275822
1053210
0761895
0850164
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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 4-8-03

Midas International Corporation

- [ ] Individual(s)
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [X] Corporation-State Delaware
- [ ] Other

Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

2. Name and address of receiving party(ies)

Name: U.S. Bank National Association

Internal Address:

Street Address: 225 Asylum Street, 23rd Fl.

City: Hartford State: CT Zip: 06103

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [X] Other Bank

If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [ ] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [ ] No

3. Nature of conveyance:

- [X] Assignment
- [ ] Merger
- [ ] Security Agreement
- [ ] Change of Name
- [ ] Other

Execution Date: March 27, 2003

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

76/475074

B. Trademark Registration No.(s)

0056284

Additional number(s) attached [X] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Niki Wolfe

Internal Address: Choate, Hall & Stewart

Exchange Place

Street Address: 53 State Street

City: Boston State: MA Zip: 02109

6. Total number of applications and registrations involved: 103

7. Total fee (37 CFR 3.41).....$2,590.00

- [X] Enclosed
- [ ] Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jessica Lappin — Name of Person Signing

Lappin — Signature

4/7/03 — Date

Total number of pages including cover sheet, attachments, and document: 11

04/22/2003 ECOOPER 00000201 76475074

01 FC:8521 40.00 OP
02 FC:8522 2550.00 OP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

APPLICATION NUMBERS:

76/450018
75/103703
75/103702

REGISTRATION NUMBERS:
1080305
0773591
0753283
1309916
2138948
2277720
2562157
2418202
2485692
1052264
1275822
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ASSIGNMENT FOR SECURITY

TRADEMARKS

This Assignment for Security is made as of March 27, 2003 by Midas International Corporation, a Delaware corporation (the "Assignor") in favor of U.S. Bank National Association, as Collateral Agent for the Noteholders referred to below (the "Assignee").

The Assignor has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule "A", which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks").

The Assignor is a party to a Note, Guaranty and Security Agreement dated as of March 27, 2003 (as amended, restated, supplemented or otherwise modified from time to time, the "Note Agreement") by and among the Assignor, Midas, Inc., a Delaware corporation, and each of its other Subsidiaries party thereto and, on the other hand, the financial institutions party thereto as Noteholders (collectively the "Noteholders") and the Assignee.

Pursuant to the Note Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of Assignee and each of the Noteholders a continuing security interest in all right, title and interest of the Assignor in all then-existing and thereafter acquired trademarks and service marks and the applications and registrations thereof, including without limitation the Trademarks and related registrations and applications set forth on Schedule "A" attached hereto (collectively, the "Trademark Collateral") to secure the prompt repayment of the Obligations and the Guaranteed Obligations (each defined in the Note Agreement and collectively the "Secured Obligations") and the due performance and observance by Assignor of all of its other obligations from time to time existing in respect of the Notes, the Note Agreement and all other Note Documents.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the Noteholders, a continuing first priority security interest in the Trademark Collateral in order to secure the prompt repayment of the Secured Obligations and the due performance and observance by Assignor of all of its other obligations from time to time existing in respect of the Notes, the Note Agreement and all other Note Documents.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Trademark Collateral are more fully set forth in the Note Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. Capitalized terms used herein and not defined herein shall have their meanings as set forth in the Note Agreement.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first above written.

MIDAS INTERNATIONAL CORPORATION,
a Delaware corporation

By: _____
Name: William M. Guzik
Title: Senior Vice President

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF Illinois

ss.:

COUNTY OF Cook

On this 27th day of March 2003, before me, the undersigned, personally appeared William M. Guzik, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Carla J. Greenberg

[NOTARY SEAL]

"OFFICIAL SEAL"
Carla J. Greenberg
Notary Public, State of Illinois
My Commission Exp. 06/21/2006

Schedule "A"

TRADEMARK SECURITY ASSIGNMENT SCHEDULE

Midas International Corporation

MARK	COUNTRY	APPL. # FILING DATE	REG. No. REG. DATE	STATUS	OWNER/ASSIGNEE
MIDAS	USA (IL State Registration)		0056284 03/25/85	REGISTERED	Midas International Corporation
BEND-A-GRAPH	USA	72/178080 09/24/63	0773591 07/21/64	RENEWED 08/20/85	Midas International Corporation
BUILT STRONGER TO LAST LONGER	USA	72/136586 01/25/62	0753283 07/23/63	RENEWED 08/30/83	Midas International Corporation
MIDAS GOLD	USA	76/475074 12/13/02		PENDING	Midas International Corporation
COMFORT COIL	USA	73/122560 04/13/77	1080305 12/27/77	RENEWED 01/27/98	Midas International Corporation
ECONOMIZER	USA	73/460162 01/09/84	1309916 12/18/84	REGISTERED	Midas International Corporation
ECONOMIZER PLUS	USA	75/252508 02/24/97	2138948 02/24/98	REGISTERED	Midas International Corporation
FULLBACKS	USA	75/495141 06/02/98	2277720 09/14/99	REGISTERED	Midas International Corporation
GO MIDAS	USA	75/620411 01/13/99	2562157 04/16/02	REGISTERED	Midas International Corporation
FOREVER ENGINE	USA	76/450018 09/16/02		PENDING	Midas International Corporation
GOLD RUNNER LT	USA	75/610873 12/23/98	2418202 01/02/01	REGISTERED	Midas International Corporation
GOLD TOURING	USA	75/618305 01/11/99	2485692 09/04/01	REGISTERED	Midas International Corporation
HUTH	USA	73/038713 12/04/74	1052264 11/09/76	RENEWED 09/12/96	Midas International Corporation
HUTH	USA	73/400564 10/22/82	1275822 05/01/84	REGISTERED	Midas International Corporation
HUTH & DESIGN	USA	73/042223 01/20/75	1053210 11/23/76	RENEWED 09/05/96	Midas International Corporation
DURA-COTE	USA	72/162782 02/14/63	0761895 12/24/63	RENEWED 02/28/84	Midas International Corporation
INPARCO	USA	72/263071 01/23/67	0850164 06/04/68	RENEWED 11/28/88	Midas International Corporation
INPARCO AND DESIGN	USA	72/263070 01/23/67	0850163 06/04/68	RENEWED 12/12/98	Midas International Corporation
IPC	USA	72/123749 07/11/61	0741571 12/04/62	RENEWED 03/14/02	Midas International Corporation
KLEAR KOTE	USA	72/114489 02/27/61	0746871 03/19/63	RENEWED 05/24/83	Midas International Corporation
MICAS	USA	73/157062 01/30/78	1104018 10/10/78	RENEWED 03/09/99	Midas International Corporation
MICRO-MUFFLER	USA	72/124095 07/17/61	0743345 01/08/63	RENEWED 07/05/83	Midas International Corporation
MIDAS	USA	72/018087 10/24/56	0657036 01/14/58	RENEWED 02/11/98	Midas International Corporation
MIDAS	USA	73/193768 11/20/78	1147602 02/24/81	RENEWED 04/25/01	Midas International Corporation

Schedule "A"

MARK	COUNTRY	APPL. # FILING DATE	REG. No. REG. DATE	STATUS	OWNER/ASSIGNEE
MIDAS	USA	72/031577 06/07/57	0661021 04/29/58	RENEWED 02/19/99	Midas International Corporation
MIDAS	USA	73/492761 08/01/84	1333155 04/30/85	REGISTERED	Midas International Corporation
MIDAS	USA	72/080730 09/02/59	0703472 08/30/60	RENEWED 10/29/00	Midas International Corporation
MIDAS	USA	73/032807 09/23/74	1044916 07/27/76	RENEWED 09/26/96	Midas International Corporation
MIDAS	USA	73/042952 01/29/74	1025773 11/25/75	RENEWED 01/11/96	Midas International Corporation
MIDAS	USA	73/156828 01/30/78	1120161 06/12/79	RENEWED 06/09/99	Midas International Corporation
MIDAS	USA	73/372633 07/01/82	1238734 05/17/83	REGISTERED	Midas International Corporation
MIDAS	USA	72/268056 03/31/67	0847771 04/16/68	RENEWED 09/29/88	Midas International Corporation
MIDAS	USA	72/008010 05/09/56	0655353 12/03/57	RENEWED 05/07/98	Midas International Corporation
MIDAS	USA	72/214148 03/15/65	0803614 02/08/66	RENEWED 02/04/86	Midas International Corporation
MIDAS	USA	72/018091 10/24/56	0651091 09/03/57	RENEWED 10/08/97	Midas International Corporation
MIDAS	USA	72/031578 06/07/57	0657128 01/14/58	RENEWED 02/25/98	Midas International Corporation
MIDAS	USA	75/569939 10/14/98	2334895 03/28/00	REGISTERED	Midas International Corporation
MIDAS	USA	72/188559 03/12/64	0782041 12/22/64	REGISTERED	Midas International Corporation
MIDAS	USA	72/018090 10/24/56	0651747 09/17/57	RENEWED 10/16/97	Midas International Corporation
MIDAS	USA	72/018088 10/24/56	0657051 01/14/58	RENEWED 02/19/98	Midas International Corporation
MIDAS (SCRIPT)	USA	72/010000 06/11/56	0641711 02/19/57	RENEWED 04/07/97	Midas International Corporation
MIDAS (STYLIZED)	USA	76/010546 03/27/00	2465463 07/03/01	REGISTERED	Midas International Corporation
MIDAS AT SERIES	USA	75/110991 05/28/96	2179863 08/11/98	REGISTERED	Midas International Corporation
MIDAS AUTO SYSTEMS EXPERTS	USA	75/070846 03/11/96	2168822 06/30/98	REGISTERED	Midas International Corporation
MIDAS BRAKE SHOP	USA	72/110696 12/22/60	0757630 10/01/63	RENEWED 12/20/83	Midas International Corporation
MIDAS BRAKE SHOPS	USA	72/134035 12/14/61	0736168 08/14/62	RENEWED 09/28/82	Midas International Corporation
MIDAS BRAKE SHOPS IN OVAL	USA	72/134036 12/14/61	0074922 05/21/63	RENEWED 05/10/83	Midas International Corporation
MIDAS BRAKE SHOPS OVAL AND ARROW	USA	134037 12/14/61	0753876 07/30/63	RENEWED 05/31/83	Midas International Corporation
MIDAS GOLD	USA	75/655101 03/05/99	2359773 06/20/00	REGISTERED	Midas International Corporation
MIDAS IN OVAL	USA	73/611072 07/28/86	1431028 03/03/87	REGISTERED	Midas International Corporation

Schedule "A"

MARK	COUNTRY	APPL. # FILING DATE	REG. No. REG. DATE	STATUS	OWNER/ASSIGNEE
MIDAS IN OVAL	USA	73/153472 12/27/77	1119987 06/12/79	RENEWED 04/08/99	Midas International Corporation
MIDAS IN OVAL	USA	73/609609 07/15/86	1431928 03/10/87	REGISTERED	Midas International Corporation
MIDAS IN OVAL	USA	73/372631 07/01/82	1247295 08/02/83	REGISTERED	Midas International Corporation
MIDAS IN OVAL	USA	72/214146 03/15/65	0803612 02/08/66	RENEWED 02/04/86	Midas International Corporation
MIDAS IN OVAL	USA	72/083997 10/26/59	0716626 06/06/61	RENEWED 01/02/02	Midas International Corporation
MIDAS IN OVAL	USA	72/083998 10/26/59	0700490 07/05/60	RENEWED 06/30/01	Midas International Corporation
MIDAS IN OVAL AND ARROW	USA	72/290868 02/12/68	0858213 10/08/68	RENEWED 02/21/89	Midas International Corporation
MIDAS IN OVAL DESIGN	USA	75/352746 09/05/97	2205424 11/24/98	REGISTERED	Midas International Corporation
MIDAS LOGO	USA	76/010545 03/27/00	2465462 07/03/01	REGISTERED	Midas International Corporation
MIDAS LOGO (COLOR)	USA	76/010544 03/27/00	2611406 08/27/02	REGISTERED	Midas International Corporation
MIDAS LT SERIES	USA	75/110992 05/28/96	2179864 08/11/98	REGISTERED	Midas International Corporation
MIDAS MATTERS	USA	73/306093 04/16/81	1196225 05/25/82	RENEWED 10/04/01	Midas International Corporation
MIDAS MUFFLER IN OVAL	USA	72/084001 10/26/59	0722195 10/03/61	RENEWED 10/06/61	Midas International Corporation
MIDAS MUFFLER SHOPS	USA	72/084000 10/26/59	0716627 06/06/61	RENEWED 01/02/02	Midas International Corporation
MIDAS MUFFLER SHOPS	USA	72/214147 03/15/65	0803613 02/08/66	RENEWED 03/19/86	Midas International Corporation
MIDAS MUFFLER SHOPS IN OVAL	USA	72/083999 10/26/59	0733724 07/03/62	RENEWED 02/06/02	Midas International Corporation
MIDAS MUFFLER SHOPS IN OVAL AND ARROW	USA	72/287931 02/02/68	0864889 02/18/69	RENEWED 03/20/89	Midas International Corporation
MIDAS MUFFLER SHOPS IN OVAL AND ARROW	USA	72/214145 03/15/65	0803611 02/08/66	RENEWED 01/27/86	Midas International Corporation
MIDAS MUFFLER SHOPS IN OVAL AND ARROW	USA	72/087260 12/14/59	0726350 01/09/62	RENEWED 01/11/02	Midas International Corporation
MIDAS MUFFLER SHOPS IN OVAL AND ARROW	USA	72/287310 12/20/67	0867496 04/01/69	RENEWED 03/22/89	Midas International Corporation
MIDAS MUFFLER BRAKES IN OVAL AND ARROW	USA	73/365499 05/20/82	01244801 07/05/83	REGISTERED	Midas International Corporation
MIDAS PLUS	USA	75/642186 02/17/99	2434600 03/13/01	REGISTERED	Midas International Corporation
MIDAS SAFETY CENTER	USA	72/110967 12/22/60	0757633 10/01/63	RENEWED 01/24/84	Midas International Corporation
MIDAS THUNDERCAT	USA	75/269932 04/07/97	2513635 12/04/01	REGISTERED	Midas International Corporation
MIDAS TOUCH	USA	73/264525 06/02/80	1290921 08/21/84	REGISTERED	Midas International Corporation
MIDAS TOUCH	USA	73/331184 10/05/81	1304963 11/13/84	REGISTERED	Midas International Corporation

Schedule "A"

MARK	COUNTRY	APPL. # FILING DATE	REG. No. REG. DATE	STATUS	OWNER/ASSIGNEE
MIDAS TRANSMISSIONS	USA	72/275677 07/10/67	0864379 01/28/69	RENEWED 05/11/89	Midas International Corporation
MIDAS ULTRA PRO	USA	75/103703 05/14/96		SUSPENDED 10/16/02	Midas International Corporation
MIDAS WILDCAT	USA	75/269935 04/07/97	2182048 08/18/98	REGISTERED	Midas International Corporation
MIDASIZE	USA	73/118676 03/11/77	1090479 05/02/78	RENEWED 05/28/98	Midas International Corporation
MIGHTY	USA	72/056864 08/08/58	0678396 05/12/59	RENEWED 02/25/99	Midas International Corporation
OVAL & ARROW	USA	72/276245 07/18/67	0864049 01/21/69	RENEWED 01/21/89	Midas International Corporation
OVAL & ARROW	USA	72/087259 12/14/59	0798254 10/26/65	RENEWED 11/05/85 SUPPLEMENTAL REGISTER	Midas International Corporation
OVAL & ARROW	USA	72/278025 08/10/67	0855054 08/20/68	RENEWED 03/22/89	Midas International Corporation
OVAL & ARROW	USA	72/278024 08/10/67	0855053 08/20/68	RENEWED 01/03/89	Midas International Corporation
OVAL & ARROW	USA	72/278027 08/10/67	0886624 02/24/70	RENEWED 08/08/00	Midas International Corporation
OVAL & ARROW (COLOR)	USA	72/276244 07/18/67	0864048 01/21/69	RENEWED 03/27/89	Midas International Corporation
OVAL & ARROW (COLOR)	USA	72/278026 08/10/57	0886623 02/24/70	RENEWED 08/08/00	Midas International Corporation
POWELL	USA	72/133897 12/12/61	0740572 11/13/62	RENEWED 11/30/82	Midas International Corporation
RHINO PERFORMANCE MUFFLERS	USA	74/802816 03/31/95	2001399 09/17/96	REGISTERED	Midas International Corporation
SAFESHOX	USA	73/301456 03/16/81	1215704 11/09/82	REGISTERED	Midas International Corporation
SILENCE IN GOLDEN	USA	72/117106 04/04/61	0739964 10/30/62	RENEWED 12/14/82	Midas International Corporation
SILVER KNIGHT	USA	73/462711 01/26/84	1319247 02/12/85	REGISTERED	Midas International Corporation
SILVER KNIGHT AND DESIGN	USA	73/193769 11/20/78	1133623 04/22/80	RENEWED 08/08/00	Midas International Corporation
SILVER KNIGHT MUFFLERS AND DEVICE	USA	74/422905 08/09/93	1917612 09/12/95	REGISTERED	Midas International Corporation
SUPERGUARD GS	USA	73/454803 11/30/83	1307955 12/04/84	REGISTERED	Midas International Corporation
THE MIDAS TOUCH	USA	73/372632 07/01/82	1258822 11/22/83	REGISTERED	Midas International Corporation
TURBOKING	USA	73/462841 01/27/84	1322034 02/26/85	REGISTERED	Midas International Corporation
ULTRA PRO	USA	75/103702 05/14/96		SUSPENDED 10/16/02	Midas International Corporation
WE'RE SPECIALISTS. WE HAVE TO DO A BETTER JOB.	USA	73/060200 08/11/75	1066921 05/31/77	RENEWED 07/09/97	Midas International Corporation
WHAT CAN WE DO FOR YOU TODAY?	USA	75/091389 04/19/96	2188731 09/15/98	REGISTERED	Midas International Corporation

Schedule "A"

MARK	COUNTRY	APPL. # FILING DATE	REG. No. REG. DATE	STATUS	OWNER/ASSIGNEE
WHAT CAN WE DO FOR YOU?	USA	73/105700 11/08/76	1068698 06/28/77	RENEWED 05/08/97	Midas International Corporation
WORLD IMPORT	USA	75/808136 09/24/99	2467167 07/10/01	REGISTERED	Midas International Corporation

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